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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

Chapter 11

LEHMAN BROTHERS HOLDINGS, INC., et al.,

Case No.: 08-13555 (JMP)

Debtors.

(Jointly Administered)

DECLARATION OF DONALD E. WATNICK

Donald E. Watnick, Esq. declares pursuant to 28 U.S.C. §1746:

1. I am an attorney duly admitted to practice before United States District Court for the Southern District of New York, attorney for Claimants Heidi L. Steiger and Steiger Associates L.P., and submit this declaration in opposition to Debtors' 254th Omnibus Objection to Claims (the "254th Objection"), which includes objections to Claim No. 32379 by Steiger and Claim No. 32380 by Associates (the "Claims"). I am fully familiar with the facts set forth herein.

2. Annexed as Exh. A hereto are pages from a Rule 425 statement filed by Lehman Brothers Holdings Inc. ("LBHI") with the Securities and Exchange Commission ("SEC") on or about July 22, 2003 in connection with LBHI's acquisition of Neuberger Berman, Inc. ("NB") (hereinafter, the "Acquisition").

3. Annexed as Exh. B is the Steiger proof of claim herein.

4. Annexed hereto as Exh. C is the Associates proof of claim herein.

5. Annexed hereto as Exh. D are pages from a NB prospectus filed with the SEC on or about October 7, 2009 in connection with the NB initial public offering.

6. Annexed hereto as Exh. E are pages from a Rule 425 statement filed by LBHI with the SEC on or about July 22, 2003 in connection with the Acquisition.

7. Annexed hereto as Exh. F are pages from a Form 8-K filed by LBHI with the SEC on or about July 22, 2003 in connection with the Acquisition.

8. Annexed hereto as Exh. F are pages from a Form 8-K filed by LBHI with the SEC on or about October 31, 2002 in connection with the Acquisition.

9. With respect to Exhs. A and D through G, each of them was obtained from publicly accessible web-sites.

I declare under the penalty of perjury that the foregoing is true and correct. Executed on March 6, 2012



Donald E. Watnick, Esq.